

April 29, 2017

Bombay Stock Exchange Limited
P J Towers
Dalal Street, Fort
Mumbai - 400 001

National Stock Exchange of India Limited
Listing Department, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra East
Mumbai - 400 051

Dear Sir,

Re.: Submission of Quarterly declarations for the Quarter ended March 31, 2017

Ref.: NSE Symbol: GEMINI
BSE Scrip ID: GEMINICO (Scrip Code: 532318)

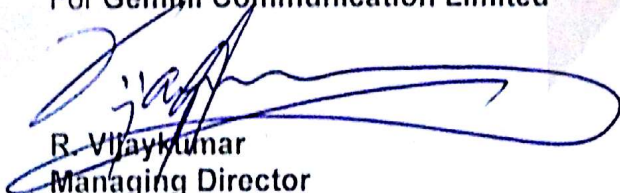
In accordance with the listing agreement, please find enclosed the following documents for the quarter ended March 31, 2017:

1. Regulation 40 (9) – Certificate from Practicing Company Secretary
2. Reconciliation of Share Capital Audit (SEBI- DP Reg.55A)
3. Compliance certificate pursuant to Regulation 7 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We request you to take the above on record.

Thanking you,
Yours sincerely,

For Gemini Communication Limited


R. Vijaykumar
Managing Director
DIN - 00158328
Encl: As above

Corporate Identification Number: L32301TN1995PLC030087

GCL/NSE/0317/Reg7.3/001

April 01, 2017

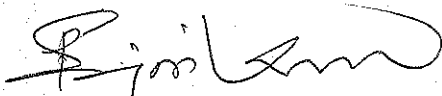
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra Kurla Complex, Bandra East
Mumbai - 400 051

Certificate under Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 7(3) of the Company's Listing Agreement (SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby certify that:-

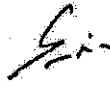
All activities in relation to both physical and electronic share transfer facility are maintained by Integrated Registry Management Services Private Limited, Registrars and Share Transfer Agents to the Company, registered with the Securities and Exchange Board of India.

for Gemini Communication Limited



Authorised Signatory

for Integrated Registry Management Services
Private Limited



Suresh Babu K
Director





GIFTSON ABRAHAM & CO.,
Company Secretaries

Old No. 04, New No. 5, Subramaniya
Swamy Koil Street, Alandur,
Chennai - 600 016, Tamil Nadu, India
Mobile: (+91) 9710 195 786
e-Mail: csgiftson@gmail.com

To

The Board of Directors,
M/s. GEMINI COMMUNICATION LIMITED
No.1, Dr. Ranga Road, Alwarpet,
Chennai – 600 018, Tamil Nadu, India

CERTIFICATE UNDER REGULATION 40 (9) OF SECURITIES AND EXCHANGE BOARD
OF INDIA [LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS] REGULATIONS,
2015

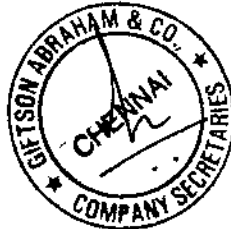
FOR THE HALF YEAR ENDED ON MARCH 31, 2017

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to M/s. Gemini Communication Limited, (Regn.No.030087-18) maintained by M/s. Integrated Enterprises (India) Limited, (Previously by M/s. Integrated Enterprises (India) Private Limited) II Floor, Kences Towers, No. 1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai – 600 017, Tamil Nadu, India, pertaining to transfer of Equity Shares of the company for the period from October 1, 2016 to March 31, 2017 for the purpose of issuing a Certificate as per regulation 40 (9) of the Securities Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015.


Based on the information and explanations provided to me by the Company, I hereby certify that during the half year ended on March 31, 2017, the Company has delivered all the certificates within the period stipulated in the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 from the date of lodgment for transfer, transmission, consolidation, sub-division, renewal, duplicate issue of share certificate[s], exchange of certificate[s].

The above certificate has been issued at the request of the Company.

For GIFTSON ABRAHAM AND CO,
Company Secretaries,



Place : Chennai
Date : April 29, 2017


Giftson Abraham
Company Secretary in Whole-time Practise
Mem: No: A34250; C.o.P.: 12846

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1	For Quarter Ended	March 31, 2017
2	ISIN :	INE878C01033
3	Face Value :	Re. 1/-
4	Name of the Company	GEMINI COMMUNICATION LIMITED
5	Registered Office Address	NO: 1, DR. RANGA ROAD, ALWARPET, CHENNAI - 600 018, TAMIL NADU, INDIA
6	Correspondence Address	As above
7	Telephone & Fax Nos.	044 - 24660570; FAX: NO: 044 - 24995062
8	Email address	sharedept@gcl.in

9	Names of the Stock Exchanges where the company's securities are listed :	NATIONAL, & BOMBAY Stock Exchanges
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	Number of shares	% of Total Issued Cap.
10 Issued Capital	123,894,703	100.00
11 Listed Capital (Exchange-wise) (as per company records)	104,147,818	84.06
12 Held in dematerialised form in CDSL	40,179,582	32.43
13 Held in dematerialised form in NSDL	62,158,015	50.17
14 Physical	21,557,106	17.40
15 Total No.of shares (12+13+14)	123,894,703	100.00

16	Reasons for difference if any :	
	(a) between (10 & 11)	(10 & 11): The company has allotted 1,97,46,885 equity shares of Re. 1/- each on 1.11.2012 pursuant to exercise by the FCCB holder of the option to convert the FCCBs into equity shares. The company has also made application to the Stock Exchanges for listing the above issued equity shares. It is understood that the allottee has obtained an injunction restraining the Company from proceeding further with the conversion of the FCCBs.
	(b) between (10 & 15)	Nil
	(c) between (11 & 15)	Same as 16(a) above

17 Certifying the details of changes in share capital during the quarter under consideration as per Table below :

Particulars***	No. of shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	whether intimated to CDSL	whether intimated to NSDL	In prin appr. pending from SE (Specify names)
-	-	-	-	-	-	-

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, Any other (to specify).

18	Register of Members is updated (Yes / No) If not, updated upto which date	Yes
19	Reference of previous quarter with regards to excess dematerialised shares,if any.	Nil
20	Has the company resolved the matter mentioned in point no.19 above in the current quarter ? If not, reason why ?	Not Applicable



- 21 Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay :

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 Days	--	--	--
Pending for more than 21 days	--	--	--

- 22 Name, Telephone & Fax No. of the Compliance Officer of the Co.

Mr. B. Srinivasan
Compliance Officer
GEMINI COMMUNICATION LIMITED
PH.044 24660570

- 23 Name, Address, Tel. & Fax No., Regn. no. of the Auditor Practising Chartered Accountant

Mr. Giftson Abraham,
Practising Company Secretary
M/s. GIFTSON ABRAHAM & CO, Company Secretaries,
Old No: 04, New No: 05, Subramaniya Swamy Koil Street,
Alandur, Chennai - 600 016,
Tamil Nadu, India
Phone: No: (+91) 9941 188 000

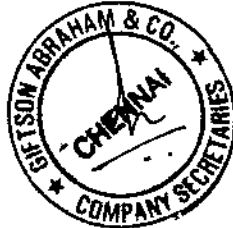
- 24 Appointment of common agency for share registry work


Integrated Registry Management Services Pvt. Ltd
(Previous agency M/s. Integrated Enterprises (India) Pvt. Ltd)
Kences Towers, II Floor,
No: 1, Ramakrishna Street, T. Nagar, Chennai - 600 017,
Tamil Nadu, India
Ph:044-28140801; e-Mail: corpsserv@integratedindia.in

- 25 Any other detail that the auditor may like to provide. (e.g. BIFR company, delisting from SE, company changed its name etc.)

Not Applicable

Date: 29-04-2017
Place: Chennai



For GIFTSON ABRAHAM AND CO,
Company Secretaries,

Giftson Abraham
Company Secretary in Whole-time Practise
Mem: No: A34250; C.o.P.: 12846